

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

In re:

THE BROWN SCHOOLS, INC., *et al.*,¹

Debtors.

Chapter 7

Case No. 05-10841 (MFW)

GEORGE L. MILLER, Chapter 7 Trustee
of The Brown Schools, Inc.

Plaintiff,

v.

McCOWN DE LEEUW & CO., INC.,
KIDS ACQUISITION, LLC,
McCOWN DE LEEUW & CO. III, L.P.,
MDC MANAGEMENT COMPANY, III, L.P.,
MDC MANAGEMENT COMPANY, IIIA, L.P.,
McCOWN DE LEEUW & CO. III (EUROPE), L.P.,
McCOWN DE LEEUW & CO. III (ASIA), L.P.,
GAMMA FUND LLC,
McCOWN DE LEEUW & CO. IV, L.P.,
McCOWN DE LEEUW & CO. IV ASSOCIATES, L.P.,
DELTA FUND LLC,
MDC MANAGEMENT COMPANY IV, LLC,
MCCOWN DE LEEUW & CO., LLC,
GEORGE McCOWN,
ROBERT HELLMAN,
ROBERT J. NAPLES, and
WINSTEAD SECHREST & MINICK, P.C.,

Defendants.

No. 08-mc-0096 (SLR)

Re: Dkt. Nos. 1-6

**WINSTEAD P.C.'S REQUEST TO CONTINUE STAY OF
MOTION PENDING APPROVAL OF SETTLEMENT**

¹ The Brown Schools, Inc. ("TBSI"), The Brown Schools Management Corporation, The Brown Schools Education Corporation, CEDU Education, Inc. f/k/a CEDU Family of Services, Inc., CEDU School, Inc., North American Boarding Schools, Inc., Rocky Mountain Academy, Inc., Northwest Academy, Inc., The Brown Schools of Florida, Inc., The Brown Schools of Puerto Rico, Inc., CEDU Holdings, Inc., CEDU Business Corporation, Austin TBS, Inc., The Brown Schools Business Corp., Healthcare Living Centers, Inc., Healthcare Rehabilitation Center of Austin, Inc., The Brown Schools Behavioral Health System, Inc., Travis TBS, Inc., The Brown School of San Juan, Inc., Healthcare AHGI, Inc., Elmwood Management Company, Inc., Glenwood Management Company, Inc., TBS Holdings, Inc., and TBS Administrative Corp. (collectively, the "Debtors" or "TBS").

Winstead P.C., f/k/a Winstead Sechrest & Minick, P.C. ("Winstead"), by and through its undersigned counsel, hereby respectfully states as follows:

1. On May 5, 2008, Winstead joined in defendants' *Joint Motion for Leave to Appeal* [Dkt. No. 1] (the "Joint Motion"). The Joint Motion currently is pending before this Court.

2. On July 21, 2008, this Court approved the parties' Stipulation to Defer Decision on Defendants' Joint Motion for Leave to Appeal [Dkt. No. 6]. As set forth in the stipulation, the parties agreed to defer this Court's decision on the Joint Motion until after the conclusion of mediation and notification to this Court that mediation has not been successful. See Stipulation, ¶ 2.

3. Since mediation, Winstead and George L. Miller, Chapter 7 Trustee for the Debtors (the "Trustee"), have entered into a settlement which resolves all disputes between them. If the parties' settlement is approved by Final Order (as that term is defined in the parties' settlement agreement), Winstead will withdraw its joinder in the Joint Motion.

4. Accordingly, Winstead respectfully requests that this Court continue to stay consideration of the Joint Motion² pending consideration of the parties' settlement by the United States Bankruptcy Court for the District of Delaware and approval of the parties' settlement by Final Order (as that term is defined in the parties' settlement agreement).

² Winstead only requests that consideration of this motion be stayed to the extent it is applicable to Winstead.

Dated: September 5, 2008
Wilmington, Delaware

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that on the 5th day of September 2008 he caused a copy of the foregoing WINSTEAD P.C.'S REQUEST TO CONTINUE STAY OF MOTIONS PENDING APPROVAL OF SETTLEMENT to be served on local counsel of record via hand delivery and non-local counsel via first class mail as follows:

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